

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

REVLON CONSUMER PRODUCTS LLC and
ELIZABETH ARDEN, INC.

Plaintiffs,

-against-

GIVE BACK BEAUTY S.A., et al.,

Defendants.

Case No. 1:24-cv-06438-ER-RWL

I, Corrado Brondi, under penalty of perjury, hereby declare as follows:

1. I am over the age of 18 and competent to testify. I submit this Declaration in support of Defendants' Opposition to Plaintiffs' Motion for a Preliminary Injunction and Defendants' Opposition to Plaintiffs' Motion for Expedited Discovery. I have personal knowledge of the subject matter set forth herein.

2. I am the Founder and Chairman of the Board of Directors of Give Back Beauty Global Group ("GBB").

GBB Is a Seasoned Competitor in The Fragrance Industry

3. I have been in the fragrance business since 1996, and for most of these years as an entrepreneur. Prior to founding GBB, I worked for Bain & Company, Goldman Sachs, and then LVMH. Throughout my career, I have developed relationships with vendors, suppliers, and customers in the fragrance and beauty industry.

4. GBB is a globally operated beauty group that partners with world-renowned brands

[REDACTED]

[REDACTED]

[REDACTED] to create, develop, sell, and market perfume and beauty products.

5. GBB is a best-in-class global beauty partner that offers innovative product, digital, and business models, combining the flexibility, focus, and long-term mindset of entrepreneurial companies with the best practices of large groups.

6. GBB is one of the fastest growing beauty companies in the world, with fragrance revenues comparable to Revlon's. The group generates annual net sales of several hundred million dollars and has about 350 employees located in offices in New York Los Angeles, Toronto, London, Munich, Milan, Paris, Dubai, Singapore and Hong Kong. Its global headquarter is based in Geneva, Switzerland.

7. GBB did and does not need any Revlon trade secrets or confidential information to compete against Revlon for the licensing deal with Britney Brands or any other brand. GBB wins partnership agreements with brands in the marketplace based on its unique value proposition, which includes multi-product category offering, tailor-made and evolutionary partnership models with brands, state-of-the-art digital and social media capabilities, and a global distribution footprint combined with financial strength and strong ethical standards. As a result, GBB does not need to and does not engage in nefarious actions while competing in the market.

8. It is a common occurrence in the licensing industry for brands to leave a beauty company at the expiration of a licensing agreement to sign a licensing agreement with another. This was the case for ninety percent of GBB's current licenses, so that GBB is not different in this respect from other beauty companies. I requested my team to analyze how common it is in our business for a brand to leave a beauty company to join another. Attached hereto as **Exhibit 1** is a

true and correct copy of a table reflecting how frequently brands change licensees over time, based on GBB's search of publicly available information.

GBB Negotiations of Britney Brands License Deal

9. I first met Britney Spears' agent, Epic Rights, at a Las Vegas licensing show in the summer of 2019. Epic Rights is a merchandising and branding company acquired by Universal Music Group's Bravado in 2019, which works with a diverse group of iconic artists, including Ms. Spears. I inquired about whether Ms. Spears and Britney Brands would consider entering into a licensing deal with GBB. Epic Rights informed me that it was not the right time.

10. Since my first meeting with Epic Rights, I looked for opportunities to work with Britney Brands. I had another conversation with Epic Rights on July 7, 2021 and was again told it was not the right time. On March 29, 2022, I reached out to Epic Rights regarding partnering with Britney Brands. Epic Rights again told me it was not the right time. I reached out again on June 16, 2022, after I learned that Revlon filed for bankruptcy, and I was told that licensing efforts for Ms. Spears were on hold.

11. Then, on October 30, 2023, I had another conversation with Epic Rights. During that conversation, they said it was the right time to negotiate a licensing deal because the Britney Brands deal license to Revlon would expire at the end of 2024. On November 8, 2023, Epic Rights indicated that Ms. Spears' team was reviewing their current fragrance and beauty partner strategy and asked that GBB provide a proposal as soon as possible.

12. On behalf of GBB, I offered Britney Brands a very lucrative deal that reflected GBB's assessment of Britney Brands' potential in perfumes and other categories.

13. Over the next few months, I negotiated with representatives of the management and agents of Britney Brands regarding proposals and contract terms. This culminated in GBB and

Britney Brands signing a binding agreement on April 29, 2024. The agreement contains [REDACTED] a true and correct redacted copy is attached hereto as **Exhibit 2**.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

15. I did not obtain or use any Revlon trade secrets or confidential information to negotiate the deal with Britney Brands. None of the individual Defendants in this case – Vanessa Kidd, Dominick Romeo, Ashley Fass, or Reid Mulvihill – shared any Revlon trade secrets or confidential information with me to support my negotiation of the license agreement with Britney Brands. In fact, none of the individual Defendants were aware of GBB’s negotiations with Britney Brands until after the agreement was finalized on April 29, 2024.

16. Attached hereto as **Exhibit 3** is a true and correct copy of a graphic I directed to be made the shows the timing of GBB’s communications with Britney Brands, GBB’s recruiting efforts relative to the timeframe for the misappropriation of trade secrets alleged by Plaintiffs.

GBB’s Recruiting Efforts

17. In early 2024, GBB was preparing to transfer its Lifestyle fragrance division from Europe to New York. As part of GBB’s plans for the transfer, it began recruiting and confidentially interviewing several candidates drawn from different companies in the fragrance industry. I participated personally in interviewing a number of prospective candidates.

18. Although GBB's recruiter interviewed candidates from a variety of companies, Revlon's employees were the ones who expressed the highest interest in the opportunities offered by GBB. In fact, during the recruiting process, all Revlon employees seemed to be anxious about their future at Revlon.

GBB Has Followed Standard Industry Practice to Transition Britney Brands

19. Based on my decades of experience in the fragrance industry, prior to the commencement of a new licensing agreement, it is a common and accepted industry practice for the incoming licensee to proactively engage with manufacturers and suppliers, including fragrance companies, several months in advance of the commencement of the license. This is critical to allow the manufacturers appointed by the new licensee to perform product testing for stability and compatibility to ensure that when the new license becomes effective, production can quickly begin. This process is contingent on the licensee fragrance company receiving specific written authorization from the licensor brand owner.

20. Engaging in this collaborative exchange of information is necessary to ensure a smooth transition for all parties involved—licensees, brand owners, suppliers, retailers, and consumers. This continuity is essential to prevent any out-of-stock of products, which would damage the brand integrity and consumer trust, and ultimately negatively impact sales and profitability for the new incoming licensee and the brand owner. Notwithstanding that it is industry practice to begin contacting retail customers, suppliers and other vendors before the commencement of a fragrance license, GBB nevertheless waited to receive a written authorization letter from Britney Brands before engaging in any substantive exchanges of information. Attached hereto as **Exhibit 4** is a true and correct copy of Britney Brands' authorization of GBB to communicate with fragrance suppliers on its behalf.

GBB Will Be Significantly Damaged If It Cannot Conduct Its Business for Britney Brands

21. If GBB is unable to communicate or partner with vendors due to interference by Revlon, GBB will be unable to manufacture the Britney Brands products when the license agreement becomes effective as of January 1, 2025.

22. If there is a disruption in production and sale of Britney Brands fragrances to the market, such that Britney Brands fragrances are out-of-stock, some Britney Brands consumers will buy other fragrances and keep buying other fragrances, and some retailers will delist the Britney Brands products from their stores and replace them with other products. GBB will suffer short-term losses of profits, as well as long-term losses due to consumers switching to purchase other brands and being de-listed from retailers' shelves. This will also be detrimental to the brand equity of Britney Brands and GBB's reputation with current and prospective suppliers, consumers, retailers, brands and investors.

23. I estimate that GBB stands to suffer a loss of at least \$5,000,000, should it suffer a disruption in production of Britney Brands fragrances. This amount will increase exponentially if Revlon continues to interfere with GBB's ability to work with suppliers and customers.

I declare under penalty of perjury that the foregoing is true and correct and that this Declaration is executed in New York, New York on this 20th day of September 2024.

By: 
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Corrado Brondi